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Claudia Ray (CR-4132)
O'MELVENY & MYERS LLP
Times Square Tower
7 Times Square
New York, NY 10036
Telephone: (212) 326-2000
Facsimile: (212) 326-2061

Attorneys for Defendant
Metro-Goldwyn-Mayer Home
Entertainment LLC

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

SONOPRESS GMBH,

Plaintiff,

-against-

METRO-GOLDWYN-MAYER HOME
ENTERTAINMENT LLC,

Defendant.

Civil Action No. 07 Civ 3752 (LTS)

MOTION TO ADMIT COUNSEL
PRO HAC VICE

(DANIEL PETROCELLI)

Pursuant to Local Civil Rule 1.3(c) of the Local Rules of the United States District Court for the Southern District of New York, I, Claudia Ray, Esq., a member in good standing of the bar of this Court, hereby move for an Order allowing the admission *pro hac vice* of:

Daniel M. Petrocelli
O'Melveny & Myers LLP
1999 Avenue of the Stars, Suite 700
Los Angeles, CA 90067
(310) 553-6700
(310) 246-6779 (facsimile)
dpetrocelli@omm.com

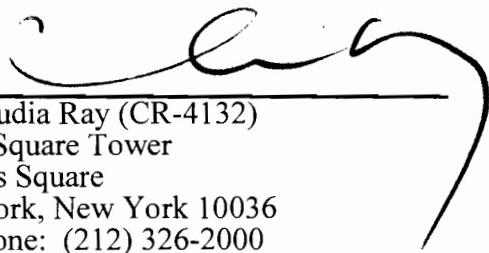
Daniel Petrocelli is a member in good standing of the Bar of the State of California.

There are no pending disciplinary proceedings against Daniel Petrocelli in any state or federal court.

Dated: June 14, 2007
New York, New York

Respectfully submitted,
O'MELVENY & MYERS LLP

By:


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**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

SONOPRESS GMBH,

Plaintiff,

-against-

METRO-GOLDWYN-MAYER HOME
ENTERTAINMENT LLC,

Defendant.

Civil Action No. 07 Civ 3752 (LTS)

**AFFIDAVIT OF CLAUDIA RAY
IN SUPPORT OF MOTION TO
ADMIT DEFENDANT'S
COUNSEL PRO HAC VICE**

(DANIEL PETROCELLI)

State of New York)
)
) ss:
County of New York)

Claudia Ray, being duly sworn, deposes and says:

1. I am a member of the law firm of O'Melveny & Myers LLP, counsel for Defendant Metro-Goldwyn-Mayer Home Entertainment LLC ("MGM") in this action. I am familiar with the proceedings in this case. I make this statement based on my personal knowledge of the facts set forth herein and in support of MGM's motion to admit Daniel Petrocelli as counsel *pro hac vice* to represent Plaintiff in this matter.

2. I am a member in good standing of the bar of the State of New York, and was admitted to practice law on November 22, 1983. I am also admitted to the bar of the United States District Court for the Southern District of New York, and am in good standing with this Court.

3. I have known Daniel M. Petrocelli since 2003.

4. Mr. Petrocelli is a member of the law firm of O'Melveny & Myers LLP, resident in the firm's office located in Century City (Los Angeles), California.

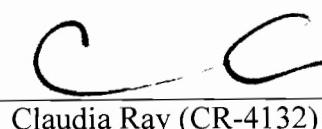
5. I have found Mr. Petrocelli to be a skilled attorney and a person of integrity. He is experienced in Federal practice and is familiar with the Federal Rules of Procedure.

6. Accordingly, I am pleased to move the admission of Daniel Petrocelli, *pro hac vice*.

7. Attached hereto as Exhibit A is a Certificate of Good Standing issued by the Bar of the State of California, certifying that Mr. Petrocelli is a member in good standing of the Bar of the State of California.

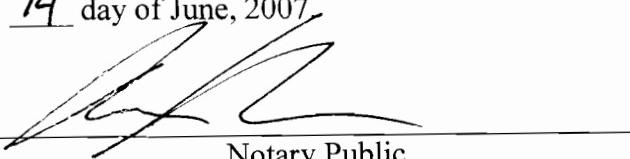
8. I respectfully submit a proposed order granting the admission of Daniel Petrocelli, *pro hac vice*, which is attached hereto as Exhibit B.

WHEREFORE it is respectfully requested that the motion to admit Daniel Petrocelli, *pro hac vice*, to represent MGM in the above captioned matter, be granted.



Claudia Ray (CR-4132)

Sworn to before me this
14 day of June, 2007



Notary Public

MICHAEL MONTALTO
 NOTARY PUBLIC, State of New York
 No. 01M06098276
 Qualified in Queens County
 Certificate Filed in New York County
 Commission Expires September 8, 2007



**THE STATE BAR
OF CALIFORNIA**

MEMBER SERVICES CENTER

180 HOWARD STREET, SAN FRANCISCO, CALIFORNIA 94105-1639

TELEPHONE: 888-800-3400

June 12, 2007

TO WHOM IT MAY CONCERN:

This is to certify that according to the records of the State Bar, DANIEL MARIO PETROCELLI, #097802 was admitted to the practice of law in this state by the Supreme Court of California on May 29, 1981; that at his request, on March 26, 1986, his name was changed to DANIEL M. PETROCELLI on the records of the State Bar of California; that he has been from the date of admission, and is at date hereof, an ACTIVE member of the State Bar of California; and that no recommendation for discipline for professional or other misconduct has ever been made by the Board of Governors or a Disciplinary Board to the Supreme Court of the State of California.

THE STATE BAR OF CALIFORNIA

Kath Lambert
Kath Lambert
Custodian of Membership Records

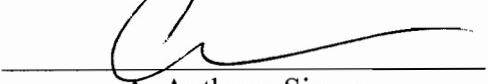
AFFIDAVIT OF SERVICE

I, A. Anthony Sierra, being duly sworn, depose and say:

1. I am not a party to this action, am over 18 years of age, and am employed by O'Melveny & Myers LLP, Seven Times Square, New York, New York.
2. On June 14, 2007, I served the attached **MOTION TO ADMIT COUNSEL PRO HAC VICE (Lee Fink) and MOTION TO ADMIT COUNSEL PRO HAC VICE (Lee Fink) AFFIDAVIT OF CLAUDIA RAY IN SUPPORT OF MOTION TO ADMIT DEFENDANT'S COUNSEL PRO HAC VICE and (PROPOSED)ORDER ADMITTING DEFENDANT'S COUNSEL PRO HAC VICE** upon:

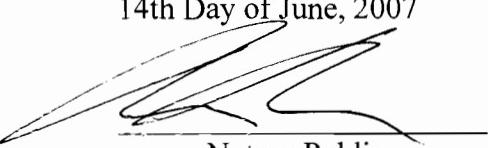
Amber C. Wessels
Alston & Bird LLP
90 Park Avenue
New York, New York 10016

3. I made such service by personally delivering a true copy of the aforementioned document in a postpaid properly addressed wrapper, in an official depository under the exclusive care and custody of the United States Postal Service within the State of New York.



A. Anthony Sierra

Sworn to before me this
14th Day of June, 2007



Notary Public

SHAEIL MONTALTO
NOTARY PUBLIC, State of New York
No. 01M06098276
Qualified in Queens County
State Filed in New York County
Commission Expires September 8, 2007

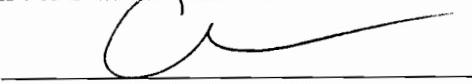
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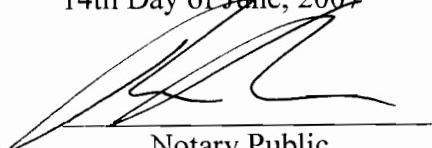
Alan Kanzer
Alston & Bird LLP
90 Park Avenue
New York, New York 10016

3. I made such service by personally delivering a true copy of the aforementioned document in a postpaid properly addressed wrapper, in an official depository under the exclusive care and custody of the United States Postal Service within the State of New York.



A. Anthony Sierra

Sworn to before me this
14th Day of June, 2007



Notary Public

MICHAEL MONTALTO
NOTARY PUBLIC, State of New York
No. 01M06098276
Filed in Queens County
Filed in New York County
Expires September 8, 2007

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-against-

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Defendant.

Civil Action No. 07 Civ 3752 (LTS)

**/PROPOSED/ ORDER
ADMITTING DEFENDANT'S
COUNSEL PRO HAC VICE**
(DANIEL PETROCELLI)

Upon the motion of Claudia Ray, Esq., attorney for Defendant Metro-Goldwyn-Mayer Home Entertainment LLC ("MGM"), and said sponsor attorney's affidavit in support;

IT IS HEREBY ORDERED that

Daniel M. Petrocelli
O'Melveny & Myers LLP
1999 Avenue of the Stars, Suite 700
Los Angeles, CA 90067
(310) 553-6700
(310) 246-6779 (facsimile)
dpetrocelli@omm.com

is admitted to practice *pro hac vice* as counsel for MGM in the above captioned case in the United States District Court for the Southern District of New York. All attorneys appearing before this Court are subject to the Local Rules of this Court, including the Rules governing

discipline of attorneys. If this action is assigned to the Electronic Case Filing (ECF) system, counsel shall immediately apply for an ECF password at nysd.uscourts.gov. Counsel shall forward the *pro hac vice* fee to the Clerk of Court.

Dated: June ___, 2007
New York, New York

SO ORDERED:

Hon. Laura Taylor Swain
United States District Judge